

**W.R. Grace & Co. - Chapter 11 Filing Entities****Combining Balance Sheet**

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July 31, 2002

	W.R. Grace & Co. Conn	W.R. Grace & Co.	Remedium Group, Inc.	CCHP, Inc.	CC Partners	Grace Washington, Inc.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ 30,003,267	\$ -	\$ (168,285)	\$ -	\$ -	\$ -
Notes and accounts receivable, net	121,885,408	-	143,378	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	268,523,372	(388,847,585)	408,759	12,983,819	(27,821,010)	(9,474,520)
Inventories	81,917,062	-	-	-	-	-
Deferred income taxes	15,464,983	-	3,178,341	-	-	-
Asbestos-related insurance expected to be realized within one year	8,743,966	-	-	-	-	-
Other current assets	59,716,306	-	-	-	-	-
<b>Total Current Assets</b>	<b>586,254,364</b>	<b>(388,847,585)</b>	<b>3,562,193</b>	<b>12,983,819</b>	<b>(27,821,010)</b>	<b>(9,474,520)</b>
Properties and equipment, net	378,131,779	-	497,127	-	-	-
Goodwill, net	14,411,798	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	86,564,115	-	-	-	-	-
Deferred income taxes	723,796,664	-	44,101,884	-	-	-
Asbestos-related insurance expected to be realized after one year	274,943,452	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	(1,049,081,912)	784,225,013	122,043,408	4,495,590	193,994,393	-
Investment in filing and non-filing entities	801,411,141	241,512,111	-	-	-	-
Other assets	310,372,815	-	-	-	-	-
<b>Total Assets</b>	<b>\$ 2,126,804,216</b>	<b>\$ 636,889,539</b>	<b>\$ 170,204,612</b>	<b>\$ 17,479,409</b>	<b>\$ 166,173,383</b>	<b>\$ (9,474,520)</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Short-term debt	\$ 1,466,044	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	35,723,343	-	7,268	-	-	-
Income taxes payable	(1)	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	(0)	-	-	-	-	-
Other current liabilities	60,650,935	-	36,796	-	0	11,216
<b>Total Current Liabilities</b>	<b>97,840,321</b>	<b>-</b>	<b>44,064</b>	<b>-</b>	<b>0</b>	<b>11,216</b>
Long-term debt - DIP facility	(438,134)	-	-	-	-	-
Deferred income taxes	210,763,126	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	(0)	-	-	-	-	-
Other liabilities	296,826,765	0	0	-	(0)	-
<b>Total Liabilities Not Subject to Compromise</b>	<b>604,992,078</b>	<b>0</b>	<b>44,065</b>	<b>-</b>	<b>0</b>	<b>11,216</b>
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	532,829,842	-	-	-	-	-
Accounts payable	31,305,391	-	661,028	-	-	-
Income taxes payable	167,822,942	26,218,919	1,306,235	45,285	8,279,810	(313,066)
Asbestos-related liability	979,545,376	-	-	-	-	-
Other liabilities	372,997,799	188,091	134,736,935	-	32,238,829	-
<b>Total Liabilities Subject to Compromise</b>	<b>2,084,501,350</b>	<b>26,407,010</b>	<b>136,704,198</b>	<b>45,285</b>	<b>40,518,639</b>	<b>(313,066)</b>
<b>Total Liabilities</b>	<b>2,689,493,428</b>	<b>26,407,010</b>	<b>136,748,262</b>	<b>45,285</b>	<b>40,518,639</b>	<b>(301,850)</b>
<b>Shareholders' Equity (Deficit)</b>						
Preferred Stock	-	-	-	-	-	-
Common Stock	83,968,960	769,612	12,223	1,000	-	1,000
Paid in capital	142,809,878	429,352,702	9,724,449	34,052,467	56,011,577	-
(Accumulated deficit)/Retained earnings	(594,878,038)	317,355,075	23,719,678	(16,619,342)	69,643,167	(9,173,671)
Treasury stock, at cost	-	(136,994,960)	-	-	-	-
Accumulated other comprehensive loss	(194,590,011)	100	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>(562,689,212)</b>	<b>610,482,529</b>	<b>33,456,350</b>	<b>17,434,124</b>	<b>125,654,744</b>	<b>(9,172,671)</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 2,126,804,216</b>	<b>\$ 636,889,539</b>	<b>\$ 170,204,612</b>	<b>\$ 17,479,409</b>	<b>\$ 166,173,383</b>	<b>\$ (9,474,520)</b>

**Note #3**

Certain contingent liabilities of divested businesses are included on the balance sheet of W. R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W.R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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	Litigation Management, Inc.	Grace Europe, Inc.	L B Realty, Inc.	Grace International Holdings, Inc.	Darex Puerto Rico, Inc.	Alewife Land Corporation
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ 2,332,962	\$ -
Notes and accounts receivable, net		79,067			2,393,183	
Receivables from/(payables to) filing and non-filing entities, net	(388,499,848)	5,819,978	140,472,269	(73,251,785)	(469,895)	(5,156,177)
Inventories	-	(0)			200,059	
Deferred income taxes	-	71,749			17,655	
Asbestos-related insurance expected to be realized within one year	-	-				
Other current assets	-	-			2,219	
<b>Total Current Assets</b>	(388,499,848)	5,970,794	140,472,269	(73,251,785)	4,476,184	(5,156,177)
Properties and equipment, net	-	-			825,243	
Goodwill, net	-	-			-	
Cash value of company owned life insurance, net of policy loans	-	-			-	
Deferred income taxes		38,161			-	
Asbestos-related insurance expected to be realized after one year	-	-			-	
Loans receivable from/(payable to) filing and non-filing entities, net	445,515,183	(3,442,311)		(16,840,073)	-	
Investment in filing and non-filing entities	-	-		58,669,464	-	
Other assets	-	54,000		-	166,304	1,137,188
<b>Total Assets</b>	<b>\$ 57,015,335</b>	<b>\$ 2,620,644</b>	<b>\$ 140,472,269</b>	<b>\$ (31,422,394)</b>	<b>\$ 5,467,730</b>	<b>\$ (4,018,988)</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Short-term debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	(0)			111,385	
Income taxes payable	-	-			-	
Asbestos-related liability expected to be disbursed within one year	-	-			-	
Other current liabilities	-	349,787	(5,613)		190,281	
<b>Total Current Liabilities</b>	-	349,786	(5,613)		301,666	
Long-term debt - DIP facility	-	-			-	
Deferred income taxes	-	0			141,872	
Asbestos-related liability expected to be disbursed after one year	-	-			-	
Other liabilities	-	-			-	
<b>Total Liabilities Not Subject to Compromise</b>	-	349,787	(5,613)		443,538	
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-			-	
Accounts payable	-	21,256			133,907	
Income taxes payable	17,309,383	(676,569)	(47,122)	(5,090,296)	642,070	(175)
Asbestos-related liability	-	-			-	
Other liabilities	-	204,996			-	
<b>Total Liabilities Subject to Compromise</b>	<b>17,309,383</b>	<b>(450,317)</b>	<b>(47,122)</b>	<b>(5,090,296)</b>	<b>775,977</b>	<b>(175)</b>
<b>Total Liabilities</b>	<b>17,309,383</b>	<b>(100,530)</b>	<b>(52,735)</b>	<b>(5,090,296)</b>	<b>1,219,516</b>	<b>(175)</b>
<b>Shareholders' Equity (Deficit)</b>						
Preferred Stock	112	-			-	
Common Stock	1,000	1,000		1,000	1,000	200
Paid in capital	(29,267,410)	-	25,358,993	44,767,489	-	274,606
(Accumulated deficit)/Retained earnings	68,972,250	(424,010)	115,166,011	(33,328,648)	4,247,215	(4,293,619)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	3,144,184	-	(37,771,939)	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>39,705,952</b>	<b>2,721,174</b>	<b>140,525,004</b>	<b>(26,332,098)</b>	<b>4,248,215</b>	<b>(4,018,813)</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 57,015,335</b>	<b>\$ 2,620,644</b>	<b>\$ 140,472,269</b>	<b>\$ (31,422,394)</b>	<b>\$ 5,467,730</b>	<b>\$ (4,018,988)</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W.R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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	Alewife Boston Ltd.	Five Alewife Boston Ltd.	GN Holdings, Inc.	MRA Holdings Corp.	MRA Intermedco, Inc.	MRA Staffing Systems, Inc.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Notes and accounts receivable, net						
Receivables from/(payables to) filing and non-filing entities, net	(2,143,455)	-	(57,817,172)	(50)	(160)	(1,585)
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized within one year	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	(2,143,455)	-	(57,817,172)	(50)	(160)	(1,585)
Properties and equipment, net	-	-	-	-	-	-
Goodwill, net	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized after one year	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	34,053,467	54,500,000	54,500,000	56,011,577
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	<b>\$ (2,143,455)</b>	<b>\$ -</b>	<b>\$ (23,763,706)</b>	<b>\$ 54,499,950</b>	<b>\$ 54,499,840</b>	<b>\$ 56,009,992</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Short-term debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
<b>Total Current Liabilities</b>	-	-	-	-	-	-
Long-term debt - DIP facility	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	-	-
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	-	-
Income taxes payable	(85)	-	-	(50)	(160)	(496)
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	<b>(85)</b>	<b>-</b>	<b>-</b>	<b>(50)</b>	<b>(160)</b>	<b>(496)</b>
<b>Total Liabilities</b>	<b>(85)</b>	<b>-</b>	<b>-</b>	<b>(50)</b>	<b>(160)</b>	<b>(496)</b>
<b>Shareholders' Equity (Deficit)</b>						
Preferred Stock	-	-	-	-	-	-
Common Stock	-	-	931,540	1	130	130
Paid in capital	-	-	9,408,460	54,499,999	54,499,870	54,499,870
(Accumulated deficit)/Retained earnings	(2,143,370)	-	(34,103,706)	-	-	1,510,488
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>(2,143,370)</b>	<b>-</b>	<b>(23,763,706)</b>	<b>54,500,000</b>	<b>54,500,000</b>	<b>56,010,488</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ (2,143,455)</b>	<b>\$ -</b>	<b>\$ (23,763,706)</b>	<b>\$ 54,499,950</b>	<b>\$ 54,499,840</b>	<b>\$ 56,009,992</b>

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## W.R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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	Kootenai Development Company	CB Biomedical, Inc.	Amicon, Inc.	Grace Environmental, Inc.	Grace Chemical Company of Cuba	Southern Oil, Resin & Fiberglass, Inc.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ 33,024	\$ -	\$ -	\$ -	\$ -	\$ -
Notes and accounts receivable, net	-	(26,718,392)	57,347,191	(7,288,696)	-	-
Receivables from/(payables to) filing and non-filing entities, net	-	-	-	-	-	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized within one year	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	<b>33,024</b>	<b>(26,718,392)</b>	<b>57,347,191</b>	<b>(7,288,696)</b>	<b>-</b>	<b>-</b>
Properties and equipment, net	-	-	-	-	-	-
Goodwill, net	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized after one year	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	1,630,940	-	-	-	-	-
<b>Total Assets</b>	<b>\$ 1,663,964</b>	<b>\$ (26,718,392)</b>	<b>\$ 57,347,191</b>	<b>\$ (7,288,696)</b>	<b>\$ -</b>	<b>\$ -</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Short-term debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	551,649	5,000	-	-	-	-
<b>Total Current Liabilities</b>	<b>551,649</b>	<b>5,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Long-term debt - DIP facility	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	<b>551,649</b>	<b>5,000</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	(104,565)	10,346,794	(5,100)	-	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	<b>-</b>	<b>(104,565)</b>	<b>10,346,794</b>	<b>(5,100)</b>	<b>-</b>	<b>-</b>
<b>Total Liabilities</b>	<b>551,649</b>	<b>(99,565)</b>	<b>10,346,794</b>	<b>(5,100)</b>	<b>-</b>	<b>-</b>
<b>Shareholders' Equity (Deficit)</b>						
Preferred Stock	-	-	-	-	-	-
Common Stock	-	-	-	-	-	-
Paid in capital	1,104,954	859,233	3,671,658	5,150	-	-
(Accumulated deficit)/Retained earnings	7,361	(27,478,060)	43,427,950	5,144,850	-	-
Treasury stock, at cost	-	-	-	(12,433,596)	-	-
Accumulated other comprehensive loss	-	-	(99,212)	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>1,112,315</b>	<b>(26,618,827)</b>	<b>47,000,396</b>	<b>(7,283,596)</b>	<b>-</b>	<b>-</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 1,663,964</b>	<b>\$ (26,718,392)</b>	<b>\$ 57,347,191</b>	<b>\$ (7,288,696)</b>	<b>\$ -</b>	<b>\$ -</b>

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## W.R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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	Guanica-Caribe Land Development Corporation	Dewey & Almy, LLC	A-1 Bit & Tool Co., Inc.	Grace Tarpon Investors, Inc.	G C Limited Partners I, Inc.	Monolith Enterprises, Incorporated
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ 1,000	\$ -	\$ -	\$ -	\$ -
Notes and accounts receivable, net		-				
Receivables from/(payables to) filing and non-filing entities, net	5,824,344	(102,989)	(1,119,043)	10,284,334	540	(2,417,464)
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized within one year	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	<b>5,824,344</b>	<b>(101,989)</b>	<b>(1,119,043)</b>	<b>10,284,334</b>	<b>540</b>	<b>(2,417,464)</b>
Properties and equipment, net	-	-	-	-	-	-
Goodwill, net	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized after one year	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	94,022	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	<b>\$ 5,824,344</b>	<b>\$ (7,966)</b>	<b>\$ (1,119,043)</b>	<b>\$ 10,284,334</b>	<b>\$ 540</b>	<b>\$ (2,417,464)</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Short-term debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	3	-	-
<b>Total Current Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3</b>	<b>-</b>	<b>-</b>
Long-term debt - DIP facility	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>3</b>	<b>-</b>	<b>-</b>
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	-	-
Income taxes payable	(50)	-	(50)	(350)	(350)	(200)
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	<b>(50)</b>	<b>-</b>	<b>(50)</b>	<b>(350)</b>	<b>(350)</b>	<b>(200)</b>
<b>Total Liabilities</b>	<b>(50)</b>	<b>-</b>	<b>(50)</b>	<b>(347)</b>	<b>(350)</b>	<b>(200)</b>
<b>Shareholders' Equity (Deficit)</b>						
Preferred Stock	-	-	-	-	-	-
Common Stock	1,000	2,000	29,000	1,000	1,000	26,000
Paid in capital	5,823,446	-	-	3,136,087	-	9,988,414
(Accumulated deficit)/Retained earnings	(52)	(9,966)	(1,147,993)	7,147,595	(110)	(12,431,678)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>5,824,394</b>	<b>(7,966)</b>	<b>(1,118,993)</b>	<b>10,284,682</b>	<b>890</b>	<b>(2,417,264)</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 5,824,344</b>	<b>\$ (7,966)</b>	<b>\$ (1,119,043)</b>	<b>\$ 10,284,334</b>	<b>\$ 540</b>	<b>\$ (2,417,464)</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W.R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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July 31, 2002

	Grace Culinary Systems, Inc.	Grace Hotel Services Corporation	Monroe Street, Inc.	Grace H-G Inc.	Hanover Square Corporation	Ecarg, Inc.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Notes and accounts receivable, net	(26,312,455)	(5,132,534)	(3,350,574)	(2,509,789)	900	(1,230,598)
Receivables from/(payables to) filing and non-filing entities, net	-	-	-	-	-	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized within one year	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	(26,312,455)	(5,132,534)	(3,350,574)	(2,509,789)	900	(1,230,598)
Properties and equipment, net	-	-	-	-	-	1,184,871
Goodwill, net	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized after one year	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	<b>\$ (26,312,455)</b>	<b>\$ (5,132,534)</b>	<b>\$ (3,350,574)</b>	<b>\$ (2,509,789)</b>	<b>\$ 900</b>	<b>\$ (45,727)</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Short-term debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
<b>Total Current Liabilities</b>	-	-	-	-	-	-
Long-term debt - DIP facility	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	-	-
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	(419)	(50)	(150)	(50)	(15)
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	-	(419)	(50)	(150)	(50)	(15)
<b>Total Liabilities</b>	-	(419)	(50)	(150)	(50)	(15)
<b>Shareholders' Equity (Deficit)</b>						
Preferred Stock	-	-	-	-	-	-
Common Stock	-	-	-	1,000	1,000	1,000
Paid in capital	-	-	-	-	-	50
(Accumulated deficit)/Retained earnings	(26,312,455)	(5,132,115)	(3,351,524)	(2,510,639)	(50)	(45,812)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	(26,312,455)	(5,132,115)	(3,350,524)	(2,509,639)	950	(45,712)
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ (26,312,455)</b>	<b>\$ (5,132,534)</b>	<b>\$ (3,350,574)</b>	<b>\$ (2,509,789)</b>	<b>\$ 900</b>	<b>\$ (45,727)</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

**W.R. Grace & Co. - Chapter 11 Filing Entities****Combining Balance Sheet****MOR - 3****July 31, 2002**

	W.R. Grace Land Corporation	G C Management, Inc.	Water Street Corporation	Del Taco Restaurants, Inc.	W.R. Grace Capital Corporation	Gloucester New Communities Company, Inc.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ 500
Notes and accounts receivable, net						-
Receivables from/(payables to) filing and non-filing entities, net	36,708,687	25,045	(73,001)	(12,559,443)	174,205	(19,464,242)
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized within one year	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	36,708,687	25,045	(73,001)	(12,559,443)	174,205	(19,463,742)
Properties and equipment, net	-	-	-	-	438,445	-
Goodwill, net	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized after one year	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	6,284,806	-	-	-	-	-
Other assets	-	-	-	-	-	4,066
<b>Total Assets</b>	<b>\$ 42,993,493</b>	<b>\$ 25,045</b>	<b>\$ (73,001)</b>	<b>\$ (12,559,443)</b>	<b>\$ 612,650</b>	<b>\$ (19,459,676)</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Short-term debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	4,066
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	199	-
<b>Total Current Liabilities</b>	-	-	-	-	199	4,066
Long-term debt - DIP facility	-	-	-	-	438,134	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	438,333	4,066
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	-	-
Income taxes payable	(449)	-	(50)	(190)	-	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	(449)	-	(50)	(190)	-	-
<b>Total Liabilities</b>	<b>(449)</b>	<b>-</b>	<b>(50)</b>	<b>(190)</b>	<b>438,333</b>	<b>4,066</b>
<b>Shareholders' Equity (Deficit)</b>						
Preferred Stock	-	-	-	-	-	-
Common Stock	5,000	-	1,000	85,539	1,000	5,000
Paid in capital	19,577,160	-	-	6,541,055	4,000	6,000,000
(Accumulated deficit)/Retained earnings	23,411,782	25,045	(73,951)	(19,185,847)	169,317	(25,468,742)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>42,993,942</b>	<b>25,045</b>	<b>(72,951)</b>	<b>(12,559,253)</b>	<b>174,317</b>	<b>(19,463,742)</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 42,993,493</b>	<b>\$ 25,045</b>	<b>\$ (73,001)</b>	<b>\$ (12,559,443)</b>	<b>\$ 612,650</b>	<b>\$ (19,459,676)</b>

**Note #3**

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W.R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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July 31, 2002

	Creative Food N' Fun Company	Grace PAR Corporation	Grace A-B Inc.	Homco International, Inc.	GPC Thomasville Corp.	Grace Ventures Corp.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Notes and accounts receivable, net	23,479,749	6,345,536	810,350	(59,581,487)	(100)	(86,661)
Receivables from/(payables to) filing and non-filing entities, net	-	-	-	-	-	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized within one year	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	<b>23,479,749</b>	<b>6,345,536</b>	<b>810,350</b>	<b>(59,581,487)</b>	<b>(100)</b>	<b>(86,661)</b>
Properties and equipment, net	-	-	-	-	-	-
Goodwill, net	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized after one year	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	<b>\$ 23,479,749</b>	<b>\$ 6,345,536</b>	<b>\$ 810,350</b>	<b>\$ (59,581,487)</b>	<b>\$ (100)</b>	<b>\$ (86,661)</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Short-term debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
<b>Total Current Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Long-term debt - DIP facility	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	(399)	(125)	(250)	(255)	(100)	(50)
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	<b>(399)</b>	<b>(125)</b>	<b>(250)</b>	<b>(255)</b>	<b>(100)</b>	<b>(50)</b>
<b>Total Liabilities</b>	<b>(399)</b>	<b>(125)</b>	<b>(250)</b>	<b>(255)</b>	<b>(100)</b>	<b>(50)</b>
<b>Shareholders' Equity (Deficit)</b>						
Preferred Stock	-	-	-	-	-	-
Common Stock	1,090,000	1,000	1,000	303,000	-	-
Paid in capital	33,631,999	18,090,032	-	37,765,000	-	1,900,000
(Accumulated deficit)/Retained earnings	(11,241,851)	(11,745,371)	809,600	(97,649,232)	-	(1,986,611)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>23,480,148</b>	<b>6,345,661</b>	<b>810,600</b>	<b>(59,581,232)</b>	<b>-</b>	<b>(86,611)</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 23,479,749</b>	<b>\$ 6,345,536</b>	<b>\$ 810,350</b>	<b>\$ (59,581,487)</b>	<b>\$ (100)</b>	<b>\$ (86,661)</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W.R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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	Grace Energy Corporation	GEC Management Corporation	Grace Offshore Company	Coalgrace, Inc.	Grace A-B II Inc.	Grace H-G II Inc.
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Notes and accounts receivable, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	352,712,759	4,384,362	(15,750,664)	5,297,049	875,519	(5,104)
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized within one year	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	<b>352,712,759</b>	<b>4,384,362</b>	<b>(15,750,664)</b>	<b>5,297,049</b>	<b>875,519</b>	<b>(5,104)</b>
Properties and equipment, net	-	-	-	-	-	-
Goodwill, net	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized after one year	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	(35,903,123)	(14,135,725)	-	-	-	-
Investment in filing and non-filing entities	187,272,210	-	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	<b>\$ 504,081,846</b>	<b>\$ (9,751,363)</b>	<b>\$ (15,750,664)</b>	<b>\$ 5,297,049</b>	<b>\$ 875,519</b>	<b>\$ (5,104)</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Short-term debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	(5,310)	-	-	-	-
<b>Total Current Liabilities</b>	<b>-</b>	<b>(5,310)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Long-term debt - DIP facility	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	<b>-</b>	<b>(5,310)</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	-	-
Income taxes payable	(59)	(50)	-	(150)	(150)	(50)
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	<b>(59)</b>	<b>(50)</b>	<b>-</b>	<b>(150)</b>	<b>(150)</b>	<b>(50)</b>
<b>Total Liabilities</b>	<b>(59)</b>	<b>(5,360)</b>	<b>-</b>	<b>(150)</b>	<b>(150)</b>	<b>(50)</b>
<b>Shareholders' Equity (Deficit)</b>						
Preferred Stock	-	-	-	-	-	-
Common Stock	1,000	1,000	(114,960)	100	1,000	1,000
Paid in capital	451,425,156	(2,089,027)	34,215,000	-	-	-
(Accumulated deficit)/Retained earnings	52,655,749	(7,657,976)	(49,850,704)	5,297,099	874,669	(6,054)
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>504,081,905</b>	<b>(9,746,003)</b>	<b>(15,750,664)</b>	<b>5,297,199</b>	<b>875,669</b>	<b>(5,054)</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 504,081,846</b>	<b>\$ (9,751,363)</b>	<b>\$ (15,750,664)</b>	<b>\$ 5,297,049</b>	<b>\$ 875,519</b>	<b>\$ (5,104)</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

## W.R. Grace &amp; Co. - Chapter 11 Filing Entities

## Combining Balance Sheet

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July 31, 2002

	Coalgrace II, Inc.	Gracoal II, Inc.	Gracoal, Inc.	Grace Drilling Company	Grace Petroleum Libya Incorporated	Axial Basin Ranch Company
<b>ASSETS</b>						
<b>Current Assets</b>						
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Notes and accounts receivable, net	-	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	108,290	130,478,268	145,501,866	(81,114,843)	47,407,856	-
Inventories	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized within one year	-	-	-	-	-	-
Other current assets	-	-	-	-	-	-
<b>Total Current Assets</b>	<b>108,290</b>	<b>130,478,268</b>	<b>145,501,866</b>	<b>(81,114,843)</b>	<b>47,407,856</b>	<b>-</b>
Properties and equipment, net	-	-	-	-	-	-
Goodwill, net	-	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-	-
Deferred income taxes	-	-	-	-	-	-
Asbestos-related insurance expected to be realized after one year	-	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	-	-	-	-
Investment in filing and non-filing entities	-	-	-	-	-	-
Other assets	-	-	-	-	-	-
<b>Total Assets</b>	<b>\$ 108,290</b>	<b>\$ 130,478,268</b>	<b>\$ 145,501,866</b>	<b>\$ (81,114,843)</b>	<b>\$ 47,407,856</b>	<b>\$ -</b>
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>						
<b>Liabilities Not Subject to Compromise</b>						
<b>Current Liabilities</b>						
Short-term debt	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	-	-
Income taxes payable	-	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-	-
Other current liabilities	-	-	-	-	-	-
<b>Total Current Liabilities</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>-</b>
Long-term debt - DIP facility	-	-	-	-	-	-
Deferred income taxes	-	28,415,346	28,415,346	-	-	-
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Not Subject to Compromise</b>	<b>-</b>	<b>28,415,346</b>	<b>28,415,346</b>	<b>-</b>	<b>-</b>	<b>-</b>
<b>Liabilities Subject to Compromise</b>						
Debt, pre-petition plus accrued interest	-	-	-	-	-	-
Accounts payable	-	-	-	-	-	-
Income taxes payable	(150)	874,850	874,950	(210)	(50)	-
Asbestos-related liability	-	-	-	-	-	-
Other liabilities	-	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	<b>(150)</b>	<b>874,850</b>	<b>874,950</b>	<b>(210)</b>	<b>(50)</b>	<b>-</b>
<b>Total Liabilities</b>	<b>(150)</b>	<b>29,290,196</b>	<b>29,290,296</b>	<b>(210)</b>	<b>(50)</b>	<b>-</b>
<b>Shareholders' Equity (Deficit)</b>						
Preferred Stock	-	-	-	-	-	-
Common Stock	1,000	1,000	100	124,473	1,000	-
Paid in capital	-	30,293,750	13,880,108	51,173,713	7,308,934	-
(Accumulated deficit)/Retained earnings	107,440	70,893,322	102,331,362	(132,412,819)	40,097,972	-
Treasury stock, at cost	-	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	-	-	-
<b>Total Shareholders' Equity (Deficit)</b>	<b>108,440</b>	<b>101,188,072</b>	<b>116,211,570</b>	<b>(81,114,633)</b>	<b>47,407,906</b>	<b>-</b>
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	<b>\$ 108,290</b>	<b>\$ 130,478,268</b>	<b>\$ 145,501,866</b>	<b>\$ (81,114,843)</b>	<b>\$ 47,407,856</b>	<b>\$ -</b>

## Note #3

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.

**W.R. Grace & Co. - Chapter 11 Filing Entities****Combining Balance Sheet****MOR - 3****July 31, 2002**

	<b>Hayden-Gulch West Coal Company</b>	<b>H-G Coal Company</b>	<b>Eliminations between Filing Entities</b>	<b>Conversion to Equity Method</b>	<b>Reporting Reclasses</b>
<b>ASSETS</b>					
<b>Current Assets</b>					
Cash and cash equivalents	\$ -	\$ -	\$ -	\$ -	\$ -
Notes and accounts receivable, net	-	-	-	-	-
Receivables from/(payables to) filing and non-filing entities, net	-	-	-	-	-
Inventories	-	-	-	-	-
Deferred income taxes	-	-	-	-	(8,909,234)
Asbestos-related insurance expected to be realized within one year	-	-	-	-	-
Other current assets	-	-	-	-	-
<b>Total Current Assets</b>	-	-	-	-	(8,909,234)
Properties and equipment, net	-	-	-	-	-
Goodwill, net	-	-	-	-	-
Cash value of company owned life insurance, net of policy loans	-	-	-	-	-
Deferred income taxes	-	-	-	-	(267,735,690)
Asbestos-related insurance expected to be realized after one year	-	-	-	-	-
Loans receivable from/(payable to) filing and non-filing entities, net	-	-	(1,315,702,717)	15,833,424	-
Investment in filing and non-filing entities	-	-	(1,104,954)	-	-
Other assets	-	-	-	-	-
<b>Total Assets</b>	\$ -	\$ -	\$ (1,316,807,671)	\$ 15,833,424	\$ (276,644,924)
<b>LIABILITIES AND SHAREHOLDERS' EQUITY (DEFICIT)</b>					
<b>Liabilities Not Subject to Compromise</b>					
<b>Current Liabilities</b>					
Short-term debt	\$ -	\$ -	\$ -	\$ -	\$ -
Accounts payable	-	-	-	-	5,000,000
Income taxes payable	-	-	-	-	-
Asbestos-related liability expected to be disbursed within one year	-	-	-	-	-
Other current liabilities	-	-	-	-	(19,609,234)
<b>Total Current Liabilities</b>	-	-	-	-	(14,609,234)
Long-term debt - DIP facility	-	-	-	-	-
Deferred income taxes	-	-	-	-	(267,735,690)
Asbestos-related liability expected to be disbursed after one year	-	-	-	-	-
Other liabilities	-	-	-	-	(75,100,000)
<b>Total Liabilities Not Subject to Compromise</b>	-	-	-	-	(357,444,924)
<b>Liabilities Subject to Compromise</b>					
Debt, pre-petition plus accrued interest	-	-	-	-	-
Accounts payable	-	-	-	-	-
Income taxes payable	-	-	-	-	-
Asbestos-related liability	-	-	-	-	-
Other liabilities	-	-	-	-	-
<b>Total Liabilities Subject to Compromise</b>	-	-	-	-	-
<b>Total Liabilities</b>	-	-	-	-	(357,444,924)
<b>Shareholders' Equity (Deficit)</b>					
Preferred Stock	-	-	-	-	-
Common Stock	-	-	(86,493,960)	-	-
Paid in capital	-	-	(1,192,373,672)	-	-
(Accumulated deficit)/Retained earnings	-	-	(37,940,039)	63,684,779	75,100,000
Treasury stock, at cost	-	-	-	-	-
Accumulated other comprehensive loss	-	-	-	(47,851,354)	5,700,000
<b>Total Shareholders' Equity (Deficit)</b>	-	-	\$ (1,316,807,671)	\$ 15,833,424	\$ 80,800,000
<b>Total Liabilities and Shareholders' Equity (Deficit)</b>	\$ -	\$ -	\$ (1,316,807,671)	\$ 15,833,424	\$ (276,644,924)

**Note #3**

Certain contingent liabilities of divested businesses are included on the balance sheet of W.R. Grace & Co. - Conn as it is not practical to determine which Debtor bears the ultimate obligation.